

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

DENNIS A. RHODES,	:	
GERALD A. BENDER and	:	
EDWARD H. WOLFERD, JR.,	:	
individually and on behalf of all	:	
others similarly situated,	:	Civil Action No. 09-cv-01302-CDJ
	:	
Plaintiffs,	:	
	:	
v.	:	JURY TRIAL DEMANDED
	:	
ROSEMARY DIAMOND, FRANCIS S.	:	
HALLINAN, DANIEL G. SCHMIEG,	:	
LAWRENCE T. PHELAN, JUDITH T.	:	
ROMANO, FRANCIS FEDERMAN,	:	
THOMAS M. FEDERMAN,	:	
PHELAN HALLINAN & SCHMIEG, LLP,	:	
and FEDERMAN & PHELAN, LLP,	:	
	:	
Defendants.	:	

**PLAINTIFFS' MOTION FOR LEAVE TO FILE REPLY BRIEF
IN FURTHER SUPPORT OF THEIR MOTION
FOR LEAVE TO FILE AMENDED COMPLAINT**

Plaintiffs, by their undersigned attorneys, file this motion for leave to file a reply brief in further support of their Motion to File Amended Complaint in the above matter. A copy of the proposed reply brief is attached here at Exhibit 1.

In their memorandum in opposition to this motion, Phelan, Hallinan & Schmeig, LLP and its individual attorneys have, *inter alia*, (1) mischaracterized the allegations in Plaintiff's Proposed Amended Class Action Complaint ("PAC"); (2) provided the Court with uninformed and erroneous speculation about the motivation of Plaintiffs' counsel in requesting leave of the Court to file the PAC; and (3) misapplied the law governing the allegations in the original Complaint as well as the PAC.

The proposed reply memorandum is needed to correct a litigation record that has been distorted beyond recognition.

Dated: February 7, 2010

Respectfully submitted,

BURKE HESS & NARKIN

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-and-

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Attorneys for Plaintiffs and the Proposed Classes